

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

RUDOLPH T. TEXTOR, Individually and  
On Behalf of All Others Similarly Situated,

Plaintiff,

vs.

NOVAGOLD RESOURCES, INC., RICK  
VAN NIEUWENHUYSE, ROBERT J.  
MACDONALD and PETER W. HARRIS,

Defendants.

Electronically Filed

Civil Action No. 1:08-cv-07041-DLC

Hon. Denise L. Cote

(ECF Case)

CITY OF INKSTER POLICEMEN AND  
FIREMEN RETIREMENT SYSTEM,  
Individually and on Behalf of All Others  
Similarly Situated,

Plaintiff,

vs.

NOVAGOLD RESOURCES, INC., RICK  
VAN NIEUWENHUYSE, ROBERT J.  
MACDONALD and PETER W. HARRIS,

Defendants.

Electronically Filed

Civil Action No. 1:08-cv-07854-DLC

Hon. Denise L. Cote

(ECF Case)

**PROPOSED CASE MANAGEMENT ORDER**

The Court having conducted a pretrial conference on October 31, 2008 to address motions to consolidate and for appointment of lead plaintiff and lead counsel in class actions brought against NovaGold Resources, Inc. ("NovaGold") and others, all of which involve common questions of law and fact, it is hereby

**ORDERED** as follows:

**I. CONSOLIDATION:**

1. The actions listed on the annexed schedule are consolidated for all purposes pursuant to Rule 42(a), Fed. R. Civ. P. They shall be referred to collectively as In re NovaGold Resources Inc. Securities Litigation, Master File No. 1:08-CV-07041 (DLC).

2. No action taken hereunder shall have the effect of making any person, firm or corporation a party to any action in which the person or entity has not been named, served, or added as such in accordance with the Federal Rules of Civil Procedure.

**II. MASTER DOCKET AND SEPARATE ACTION DOCKETS**

3. A Master Docket is hereby established for the consolidated proceedings in the actions consolidated herein and any other actions subsequently consolidated with them either for all purposes or for pretrial purposes (the "Consolidated Actions"). Entries in said Master Docket shall be applicable to the Consolidated Actions, and entries shall be made therein in accordance with the regular procedures of the Clerk of this Court, except as modified by this Order.

4. When a pleading is filed and the caption, pursuant to this Order, shows that it is applicable to "All Actions," the Clerk shall file such pleading in the Master File and note such filing in the Master Docket. No further copies need be filed nor other docket entries made.

**III. MASTER FILE AND SEPARATE ACTION FILES**

5. A Master File is hereby established for the consolidated proceedings in the Consolidated Actions. The Master File shall be Civil Action No. 1:08-CV-07041 (DLC). The

original of this Order shall be filed by the Clerk in the Master File herein established. The Clerk shall maintain a separate file for each of the Consolidated Actions and filings shall be made therein in accordance with the regular procedures of the Clerk of this Court except as modified by Section II of this Order. The Clerk shall file a copy of this Order in each such separate file. The Clerk shall mail a copy of this Order to counsel of record in each of the Consolidated Actions.

**IV. NEWLY FILED OR TRANSFERRED ACTIONS**

6. When a class action that relates to the same subject matter as the Consolidated Actions is hereafter filed in or transferred to this Court and assigned to the undersigned, it shall be consolidated with these actions in the same manner as the cases identified in Section I above (provided that any case transferred to this Court solely for pretrial proceedings shall be consolidated only to that extent absent further order of this Court), and the Clerk of Court shall:

- (a) File a copy of this Order in the separate file for such action.
- (b) Mail a copy of the Order of assignment to counsel for plaintiffs and counsel for each defendant in the Consolidated Actions.
- (c) Make an appropriate entry in the Master Docket.
- (d) Mail to the attorneys for the plaintiff(s) in the newly filed or transferred case a copy of this Order.
- (e) Upon the first appearance of any new defendant(s), mail to the attorneys for such defendant(s) in such newly filed or transferred case a copy of this Order.

7. The Court requests the assistance of counsel in calling to the attention of the Clerk the filing or transfer of any case which might properly be consolidated with these actions.

**V. APPLICATION OF THIS ORDER TO SUBSEQUENT CASES**

8. This Order shall apply to each class action assigned to the undersigned alleging claims similar to those set forth in these actions, whether brought on behalf of holders of Novagold stocks, bonds, or any other securities, so long as Novagold is named as a defendant in the action. This Order shall apply to each such case which is subsequently filed in or transferred to this Court, and which is assigned to the undersigned unless a party objecting to the consolidation of that case or to any other provision of this Order serves an application for relief from this Order or from any of its provisions within ten (10) days after the date on which the Clerk mails a copy of this Order to counsel for that party. The provisions of this Order shall apply to such action pending the Court's ruling on the application. Unless a plaintiff in a subsequently filed or transferred case is permitted by the Court to use a separate complaint, defendants shall not be required to answer, plead or otherwise move with respect to that complaint in any such case. If a plaintiff in any such case is permitted to use a separate complaint, each defendant shall have thirty days from the date the Court grants such permission within which to answer, plead or otherwise move with respect to any such complaint.

**VI. CAPTIONS**

9. Every pleading filed in the Consolidation Actions, and in any separate action included therein, shall bear the following caption:

UNITED STATES DISTRICT COURT		
SOUTHERN DISTRICT OF NEW YORK		
-----	x	
	:	
IN RE NOVAGOLD RESOURCES INC.	:	MASTER FILE
SECURITIES LITIGATION	:	1:08-CV-07041 (DLC)
	:	
This Document Relates to:	:	
-----	x	

10. When a pleading is intended to be applicable to all actions to which this Order applies, the words "All Actions" shall appear immediately after the words "This Document Relates to:" in the caption. When a pleading is intended to apply only to less than all of such actions, the docket number for each individual action to which it is intended to apply and the name of the plaintiff in said action shall appear immediately after the words "This Document Relates to:" in the caption.

**VII. FILING AND DOCKETING**

11. When a paper is filed and the caption shows that it is applicable to All Actions, the Clerk shall file it in the Master File and note such filing in the Master Docket. No other docket entries need be made nor copies filed in other files.

12. When a paper is filed and the caption shows that it is applicable to less than All Actions, the Clerk shall file the original of the paper in the Master File and a copy in the file of each separate action to which it applies and shall note such filing in the Master Docket and in the docket of each such separate action. The party filing such paper shall supply the Clerk with sufficient copies of any paper to permit compliance with this paragraph.

**VIII. LEAD PLAINTIFFS AND LEAD PLAINTIFFS COUNSEL**

13. The New Orleans Employees' Retirement System is appointed Lead Plaintiff.

14. Labaton Sucharow LLP shall serve as Lead Counsel for all plaintiffs in the Consolidated Actions and the Class.

**IX. SCHEDULE**

15. Lead Plaintiff shall file a consolidated complaint for the Consolidated Actions and any actions subsequently consolidated with them on or before December 19, 2008. Pending filing and service of the consolidated amended complaint, defendants shall have no obligation to

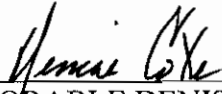
move, answer, or otherwise respond to any of the complaints in the actions consolidated herein or any actions subsequently consolidated with them.

16. Defendants shall file their Motion(s) to Dismiss the consolidated complaint, if any, on or before January 23, 2009. Lead Plaintiff shall file its Opposition(s) to the Motion(s) to Dismiss on or before February 13, 2009. Defendants shall file their Replies to the Opposition(s) to the Motion(s) to Dismiss on or before February 20, 2009.

17. Movants shall deliver to Chambers on the date of reply to the motions identified in ¶ 16 two courtesy copies of all motion papers.

**SO ORDERED.**

Dated: November 5, 2008

  
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THE HONORABLE DENISE L. COTE  
UNITED STATES DISTRICT JUDGE

**SCHEDULE OF CONSOLIDATED CASES**

1:08-cv-07041-DLC (Lead Case)

1:08-cv-07854-DLC